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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012, or tax year beginning

, 2012, and ending

Name of foundation Fernando A Salinas Trust		A Employer identification number 20-5145945						
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 664		B Telephone number (see the instructions) (956) 722-1303						
City or town Laredo	State ZIP code TX 78042-0664	C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial Return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 25,644,896.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)	0.			
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	214,958.	0.	0.	
4 Dividends and interest from securities	274,621.	270,399.	0.	
5a Gross rents	0.	0.	0.	
b Net rental income or (loss)	-271,724.			
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		531,092.		
8 Net short-term capital gain			0.	
9 Income modifications			0.	
10a Gross sales less returns and allowances	0.			
b Less: Cost of goods sold	0.			
c Gross profit/(loss) (att sch)	0.		0.	
11 Other income (attach schedule)				
See Line 11 Stmt	682,795.	682,795.	0.	
12 Total. Add lines 1 through 11	1,172,374.	1,484,286.	0.	
13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14 Other employee salaries and wages	0.	0.	0.	0.
15 Pension plans, employee benefits	0.	0.	0.	0.
16a Legal fees (attach schedule) L-16a Stmt	11,104.	3,887.		1,006.
b Accounting fees (attach sch) L-16b Stmt	23,803.	0.	0.	0.
c Other prof fees (attach sch) L-16c Stmt	248,587.	248,587.	0.	0.
17 Interest	8,838.	8,838.	0.	0.
18 Taxes (attach schedule) See Line 8 Stmt	89,460.	89,460.	0.	0.
19 Depreciation (attach sch) and depletion L-19 Stmt	107,429.	107,429.	0.	
20 Occupancy	27,215.	13,608.	0.	13,607.
21 Travel, conferences, and meetings	0.	0.	0.	0.
22 Printing and publications	8,728.	0.	0.	8,728.
23 Other expenses (attach schedule)				
See Line 23 Stmt	1,033.	516.	0.	517.
24 Total operating and administrative expenses. Add lines 13 through 23	526,197.	472,325.	0.	23,858.
25 Contributions, gifts, grants paid	584,093.			584,093.
26 Total expenses and disbursements. Add lines 24 and 25	1,110,290.	472,325.	0.	607,951.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	62,084.			
b Net investment income (if negative, enter -0-)		1,011,961.		
c Adjusted net income (if negative, enter -0-)			0.	

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ADMINISTRATIVE EXPENSES

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing				
	2	Savings and temporary cash investments		2,548,652.	1,730,549.	1,730,549.
	3	Accounts receivable	0.			
		Less: allowance for doubtful accounts	0.	0.	0.	0.
	4	Pledges receivable	0.			
		Less: allowance for doubtful accounts	0.	0.	0.	0.
	5	Grants receivable		0.		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0.	0.	0.
	7	Other notes and loans receivable (attach sch)	0.			
		Less: allowance for doubtful accounts	0.	0.	0.	0.
	8	Inventories for sale or use		0.	0.	0.
	9	Prepaid expenses and deferred charges		0.	0.	0.
	10a	Investments — U.S. and state government obligations (attach schedule) L-10a Stmt		5,234,719.	4,963,673.	4,963,673.
	b	Investments — corporate stock (attach schedule) L-10b Stmt		4,664,405.	6,318,264.	6,318,264.
	c	Investments — corporate bonds (attach schedule) L-10c Stmt		2,153,585.	1,403,868.	1,403,868.
	LIABILITIES	11	Investments — land, buildings, and equipment, basis	3,583,310.		
		Less: accumulated depreciation (attach schedule) L-11 Stmt	311,202.	3,207,568.	3,272,108.	3,552,460.
12		Investments — mortgage loans				
13		Investments — other (attach schedule) L-13 Stmt		4,557,365.	6,764,123.	6,856,082.
14		Land, buildings, and equipment, basis	700,000.			
		Less: accumulated depreciation (attach schedule) L-14 Stmt	39,361.	682,608.	660,639.	700,000.
15		Other assets (describe L-15 Stmt)		82,340.	122,061.	120,000.
16		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		23,131,242.	25,235,285.	25,644,896.
17		Accounts payable and accrued expenses		4,127.		
18		Grants payable		0.	0.	
FUND ASSETS	19	Deferred revenue		0.	0.	
	20	Loans from officers, directors, trustees, & other disqualified persons		0.	0.	
	21	Mortgages and other notes payable (attach schedule)		0.	2,500,000.	
	22	Other liabilities (describe)		0.	0.	
	23	Total liabilities (add lines 17 through 22)		4,127.	2,500,000.	
	24	Unrestricted				
25	Temporarily restricted					
26	Permanently restricted					
FUND ASSETS		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	X			
	27	Capital stock, trust principal, or current funds		17,103,121.	17,103,121.	
	28	Paid-in or capital surplus, or land, building, and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		6,023,994.	5,632,164.	
	30	Total net assets or fund balances (see instructions)		23,127,115.	22,735,285.	
	31	Total liabilities and net assets/fund balances (see instructions)		23,131,242.	25,235,285.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	23,127,115.
2	Enter amount from Part I, line 27a	2	62,084.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	23,189,199.
5	Decreases not included in line 2 (itemize) <u>Unrealized Loss on Investments</u>	5	453,914.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	22,735,285.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a Publically Traded Securities		D	Various	Various
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 15,694,621.		15,163,529.	531,092.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a 0.	0.	0.	531,092.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	531,092.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	539,975.	22,788,119.	0.023695
2010	1,014,601.	10,579,379.	0.095904
2009	375,799.	10,599,705.	0.035454
2008	420,775.	9,991,436.	0.042114
2007	266,508.	7,730,783.	0.034474

2 Total of line 1, column (d)	2	0.231641
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.046328
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	22,633,362.
5 Multiply line 4 by line 3	5	1,048,558.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,120.
7 Add lines 5 and 6	7	1,058,678.
8 Enter qualifying distributions from Part XII, line 4	8	607,951.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	20,239.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	20,239.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	20,239.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a		
b Exempt foreign organizations – tax withheld at source	6 b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	0.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	177.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	20,416.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11		
	Refunded		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation: \$ _____ (2) On foundation managers: \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>TX – Texas</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	See Line 11 Stmt	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
Website address <u>N/A</u>					
14	The books are in care of <u>Javier Santos</u>	Telephone no. <u>(956) 722-1303</u>			
	Located at <u>1620 Clark Boulevard</u>	<u>Laredo TX</u>	ZIP + 4 <u>78043</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year		15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country					

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years <u>20 __ , 20 __ , 20 __ , 20 __</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20 __ , 20 __ , 20 __ , 20 __</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)		X
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6 b

If 'Yes' to 6b, file Form 8870

X

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No

7 b

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Javier B. Santos 1420 Corpus Christi Laredo TX 78040	Trustee 40.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000

None

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1 a	11,981,200.
b Average of monthly cash balances	1 b	2,255,306.
c Fair market value of all other assets (see instructions)	1 c	11,241,526.
d Total (add lines 1a, b, and c)	1 d	25,478,032.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	2,500,000.
3 Subtract line 2 from line 1d	3	22,978,032.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	344,670.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,633,362.
6 Minimum investment return. Enter 5% of line 5	6	1,131,668.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	1,131,668.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	20,239.
b Income tax for 2012 (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	20,239.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,111,429.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,111,429.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,111,429.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	607,951.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	607,951.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	607,951.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,111,429.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012				
a From 2007	0.			
b From 2008	0.			
c From 2009	0.			
d From 2010	0.			
e From 2011	453,639.			
f Total of lines 3a through e	453,639.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 607,951.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2012 distributable amount				607,951.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	453,639.			453,639.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				49,839.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008	0.			
b Excess from 2009	0.			
c Excess from 2010	0.			
d Excess from 2011	0.			
e Excess from 2012	0.			

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3)

4942(1)(5)

[illegible]

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

Javier B. Santos

1620 Clark Boulevard

Laredo

TX

78043

(956) 722-1303

b The form in which applications should be submitted and information and materials they should include

No Specific Form Required

c Any submission deadlines

None

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

See Attached

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Catholic Social Services of Laredo 1919 Cedar Ave. Laredo TX 78044		501 C 3	Social Services	2,500.
Laredo Independent School District 5301 Springfield Ave. Laredo TX 78041		170(c) (1)	District V College Bound Scholarship Program Education	36,644.
Imaginarium of South Texas 5300 San Dario, Suite 505 Laredo TX 78041		501 C 3	Community Services	1,667.
Laredo Community College West End Washington Street Laredo TX 78040		501 C 3	Education	389,941.
United Independent School District 201 Lindenwood Laredo TX 78045		170(c) (1)	UHS cheerleader and Students Educational Tour	2,500.
South Texas Council on Alcohol & Drug Abuse 2359 E. Saunders Laredo TX 78041		501 C 3	Community Education	50,000.
Texas A&M UNiversity 5201 University Blvd., KL 261 Laredo TX 78041		501 C 3	Guild-Bodas de Sangre and Education Support	69,480.
Laredo Independent School District 200 E. Plum Street Laredo TX 78043		501 C 3	Joseph W. Nixon High School Education Support	50.
LULAC Council #12 Charitable Org PO Box 12 Laredo TX 78040		501 C 3	Human Services	900.
See Line 3a statement				30,411.
Total			3a	584,093.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue.						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments		522100		14	214,958.	
4 Dividends and interest from securities		523000		14	274,621.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property		531110		16	-271,724.	
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory		523000		14		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a Oil & Gas Royalties		211110		15	603,209.	
b K-1 Rental Income		531190		1	79,586.	
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)					900,650.	
13 Total. Add line 12, columns (b), (d), and (e)					13	900,650.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
------------------	--

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1 a (1)	X
	(2) Other assets	1 a (2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
	(3) Rental of facilities, equipment, or other assets	1 b (3)	X
	(4) Reimbursement arrangements	1 b (4)	X
	(5) Loans or loan guarantees	1 b (5)	X
	(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign
Here**

Signature of officer or trustee

Date _____

Trustee	Title
---------	-------

May the IRS discuss this return with the preparer shown below (see instructions)?

**Paid
Preparer
Use Only**

Print/Type preparer's name

Randall M Kent

Preparer's signature

Date

~~104~~/11/15

Check <input checked="" type="checkbox"/> if
self-employed

PTIN	
------	--

P01020853

Firm's name ▶ Randall M Kent, CPA

Firm's EIN ▶ 30-4567539

Firm's address ▶ PO Box 2230

Lytle

TX 78052

Phone no (830) 709-4040

BAA

Form 990-PF (2012)

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2012Attachment
Sequence No **179**

Name(s) shown on return

Fernando A Salinas Trust

Identifying number

20-5145945

Business or activity to which this form relates

Form 990-PF page 1

Part I Election To Expense Certain Property Under Section 179**Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1
2	Total cost of section 179 property placed in service (see instructions)	2
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5
6	(a) Description of property	(b) Cost (business use only)
7	Listed property Enter the amount from line 29	7
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8
9	Tentative deduction Enter the smaller of line 5 or line 8	9
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12	13

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14
15	Property subject to section 168(f)(1) election	15
16	Other depreciation (including ACRS)	16

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	106,471.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B – Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19 a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	08/12	70,260.	27.5 yrs	MM	S/L	958.
i Nonresidential real property			39 yrs	MM	S/L	

Section C – Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20 a Class life				S/L	
b 12-year			12 yrs	S/L	
c 40-year			40 yrs	MM	S/L

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations — see instructions	22
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23

BAA For Paperwork Reduction Act Notice, see separate instructions.

FDIZ0812 08/19/12

Form 4562 (2012)

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A – Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24 a Do you have evidence to support the business/investment use claimed? ☐ **Yes** ☐ **No** **24b** If 'Yes,' is the evidence written? ☐ **Yes** ☐ **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25	
26 Property used more than 50% in a qualified business use								
27 Property used 50% or less in a qualified business use								
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					
43 Amortization of costs that began before your 2012 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

Additional Information

Information Regarding Grants and Contributions Part XV Line 2d

The Fernando A Salinas Charitable Trust was founded and is dedicated for the acheivement, development, promotion and preservation of the Laredo, Webb County Community and the efforts of institutions (religious and non-denominational) that promote, address, enhance and seek to improve the quality of life for all Laredoans.

Fernando A Salinas is a native Laredoan. The son of Antonio Salinas and Maria De La Chica, Fernando, along with his brothers and sisters, inherited from thier parents the love for the Laredo Community. Fernando attended Laredo public schools and worked at Los Dos Laredos Department Store which was co-owned by his father until he graduated and went on to Texas A & M University in College Station and Tulane University in New Orleans.

Fernando, much like his parents, wants to not only leave a legacy, but wishes to share his good fortune at this stage of his life, and upon death, which leads us to the establishment of the Fernando A Salinas Trust in loving memory of Antonio and Maria Salinas. A focal point of the Trust is the work and to address the needs assessment, goals and objectives of non-profit 501(c)(3) organizations. The Trust seeks to improve lives in the Laredo, Webb County Community by coordinative assessment efforts with those institutions and organizations that focus on all areas in all ages in need developmental enhancement and/or correctional efforts specifically areas of physical and mental health as well as the arts, transcending all age groups.

Additional Information**Part II Schedule B Explanation of Debt**

Total Assets Listed on Scheddule B	\$16,876,586
Reduction for Debt	(5,418,240)
Net Contribution	\$11,458,346

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Oil & Gas Royalties	603,209.	603,209.	0.
K-1 Rental Income	79,586.	79,586.	0.
Total	682,795.	682,795.	0.

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Property Taxes	86,730.	86,730.	0.	0.
Foreign Tax Pd on Investmts	2,730.	2,730.	0.	0.
Total	89,460.	89,460.	0.	0.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Amortization	0.	0.	0.	0.
Office supplies	1,033.	516.	0.	517.
Total	1,033.	516.	0.	517.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Make a Wish Foundation of S TX 2224 Walsh Tarlton Lane, Ste 200 Austin TX 78746		501 C 3	Community Services	Person or Business <input checked="" type="checkbox"/> 4,000.
Laredo Center for the Arts 500 San Agustin Laredo TX 78040		501 C 3	Cultural Education	Person or Business <input checked="" type="checkbox"/> 500.
Broder Region MHMR Community Center 1500 Pappas St. Laredo TX 78040		501 C 3	Community Health	Person or Business <input checked="" type="checkbox"/> 5,000.
University of Incarnate Word 4301 Broadway, Box #317 San Antonio TX 78209-6397		501 C 3	Educational Support	Person or Business <input checked="" type="checkbox"/> 1,250.
St. Augustine Catholic School 1300 Galveston St. Laredo TX 78040		501 C 3	Educational Support	Person or Business <input checked="" type="checkbox"/> 300.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
<u>Girl Scouts of Greater S. Texas</u>			<u>Child development</u>	Person or <input type="checkbox"/>
<u>701 N Stone Ave.</u>				Business <input checked="" type="checkbox"/>
<u>Laredo TX 78040</u>		501 C 3		100.
<u>Habitat for Humanity</u>			<u>Social Services</u>	Person or <input type="checkbox"/>
<u>4703 Warehouse Lane</u>				Business <input checked="" type="checkbox"/>
<u>Laredo TX 78041</u>		501 C 3		4,000.
<u>Laredo Volunteer Center</u>			<u>Social Services</u>	Person or <input type="checkbox"/>
<u>131 Farragut, 2nd Floor, E Wing</u>				Business <input type="checkbox"/>
<u>Laredo TX 78040</u>		501 C 3		650.
<u>Mary Help of Christians</u>			<u>Social Services</u>	Person or <input type="checkbox"/>
<u>10 E Del Mar Blvd.</u>				Business <input checked="" type="checkbox"/>
<u>Laredo TX 78041</u>		501 C 3		2,100.
<u>Laredo Chamber of Commerce</u>			<u>Business</u>	Person or <input type="checkbox"/>
<u>2310 San Bernardo Avenue</u>			<u>Development</u>	Business <input checked="" type="checkbox"/>
<u>Laredo TX 78040</u>		501 C 3	<u>Support</u>	5,000.
<u>Laredo Christian Center</u>			<u>Social Services</u>	Person or <input type="checkbox"/>
<u>2920 N Arkansas Ave.</u>				Business <input checked="" type="checkbox"/>
<u>Laredo TX 78043</u>		501 C 3		5,461.
<u>LULAC Council #7</u>			<u>Community</u>	Person or <input type="checkbox"/>
<u>206 E Mayberry Street</u>			<u>Services</u>	Business <input checked="" type="checkbox"/>
<u>Laredo TX 78041</u>		501 C 3		250.
<u>Rio Grande International Study Center</u>			<u>Student</u>	Person or <input type="checkbox"/>
<u>1 West End Washington Street</u>			<u>Development</u>	Business <input checked="" type="checkbox"/>
<u>Laredo TX 78040</u>		501 C 3		1,800.

Total

30,411.

Form 990-PF, Part VII-A, Line 11, Statements Regarding Activities

Schedule of Information Regarding Transfers From a Controlled Entity

(A) Name and Address of Each Controlled Entity	(B) Employer ID number	(C) Description of Transfer	(D) Amount of Transfer
<u>Salinas-De Lachica Properties, LTD</u>		<u>Net Rental Real Estate</u>	
<u>1420 Corpus Christie St.</u>		<u>Income from</u>	
<u>Laredo TX 78040</u>	27-0846237	<u>Partnership K-1</u>	87,449.
<u>Salinas-De Lachica Properties Management,</u>		<u>Net Rental Real Estate</u>	
<u>1420 Corpus Christie St.</u>		<u>Income from</u>	
<u>Laredo TX 78040</u>	27-0846128	<u>Partnership K-1</u>	4,603.
<u>Fernando A Salinas, LLC</u>		<u>Net Rental Real Estate</u>	
<u>1420 Corpus Christi Street</u>		<u>(Loss) from Disregarded</u>	
<u>Laredo TX 78040</u>	45-2665384	<u>LLC</u>	-160,789.

Form 990-PF, Part VII-A, Line 11, Statements Regarding Activities

Continued

Schedule of Information Regarding Transfers From a Controlled Entity

(A) Name and Address of Each Controlled Entity	(B) Employer ID number	(C) Description of Transfer	(D) Amount of Transfer
Salinas Meadow, LLC 1420 Corpus Christi Laredo TX 78040	45-5541686	Net Rental Real Estate (Loss) from Disregarded LLC	-4,018.
El Ebanito Land Co., LTD 10222 Severn Road San Antonio TX 78217	73-1637551	Ordinary (Loss) from Partnership K-1	-10,936.
E-3 Management, LC 10222 Severn Road San Antonio TX 78217	04-3622312	Ordinary (Loss) from Partnership K-1	-1,530.
E-3 Management, LC 10222 Severn Road San Antonio TX 78217	04-3622312	Interest Income from Partnership K-1	1.
E-3 Management, LC 10222 Severn Road San Antonio TC 78217	04-3622312	Royalties from Partnership K-1	1,173.
EL EBANITO MINERAL, LTD 10222 Severn Road San Antonio TX 78217	74-2330653	Interest Income from Partnership K-1	125.
EL EBANITO MINERAL, LTD 10222 Severn Road San Antonio TX 78217	74-2330653	Royalties from Partnership K-1	141,638.

Total

57,716.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Saenz & Garcia, PC	See Schedule	11,104.	3,887.		1,006.
Total		<u>11,104.</u>	<u>3,887.</u>		<u>1,006.</u>

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Randall M Kent, CPA	Tax & Accounting	23,803.	0.	0.	0.
Total		<u>23,803.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wells Fargo Advisors	Broker Advisory Fees	9,010.	9,010.	0.	0.
Wells Fargo Advisors	Broker Advisory Fees	3,328.	3,328.	0.	0.
Wells Fargo Advisors	Broker Advisory Fees	82,077.	82,077.	0.	0.
J.P. Turner	Brokerage Service Char	1,829.	1,829.	0.	0.
Rockwell Securities	Brokerage Service Char	2,170.	2,170.	0.	0.
Cape Securities	Brokerage Service Char	870.	870.	0.	0.
Alliance Bernstein	Brokerage Service Char	285.	285.	0.	0.
Joseph Gunner	Brokerage Service Char	50.	50.	0.	0.
Rockwell Securities	Broker Commissions	118,803.	118,803.	0.	0.
Cape Securities	Broker Commissions	28,476.	28,476.	0.	0.
J.P. Turner	Broker Commissions	875.	875.	0.	0.
Colorado Financial S	Broker Commissions	814.	814.	0.	0.
Total		<u>248,587.</u>	<u>248,587.</u>	<u>0.</u>	<u>0.</u>

Form 990-PF, Line 19

Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
802 Iturbide, Laredo,	01/01/07	230000	26443	SL	27.50	5333	5333	
1111 Iturbide, Laredo,	01/01/07	795000	88219	SL	39.00	17792	17792	
820 Farragut, Laredo,	01/01/07	425000	33221	SL	27.50	6700	6700	
918 & 920 Houston, Lar	01/01/07	413000	32888	SL	39.00	6633	6633	
1204 N Meadow, Laredo,	05/15/09	124000	6699	SL	39.00	1827	1827	
812 Farragut, Laredo,	01/01/07	46310	0	N/A	0.00	0	0	
1619 Okane, Laredo, TX	05/15/11	94730	0	N/A	0.00	0	0	
1409 Guerrero, Laredo,	08/08/11	200000	1627	SL	27.50	4337	4337	
1620 Clark, Laredo, TX	03/31/11	700000	17392	SL	27.50	21969	21969	
1420 Corpus Christi (L	02/10/11	1200000	36645	SL	27.50	41880	41880	
1420 Gurrero, Laredo,	08/02/12	150000		SL	27.50	958	958	

Total

107429

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
See Listing	4,920,687.	4,920,687.	42,986.	42,986.
Total	<u>4,920,687.</u>	<u>4,920,687.</u>	<u>42,986.</u>	<u>42,986.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
See Listing	6,318,264.	6,318,264.
Total	<u>6,318,264.</u>	<u>6,318,264.</u>

Form 990-PF, Page 2, Part II, Line 10c

L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
See Listing	1,403,868.	1,403,868.
Total	<u>1,403,868.</u>	<u>1,403,868.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
El Ebanito Land Partnership Interest	4,504,664.	4,600,000.
El Ebanito Minerals Partnership Interest	610,923.	600,000.
E-3 Management Partnership Interest	4,306.	4,306.
Benevides Ranch Mineral Rights	325,823.	325,000.
Salinas De Lachica Properties, LTD	1,252,487.	1,320,000.
Salinas De Lachica Properties Management, LLC	65,920.	6,776.
Total	<u>6,764,123.</u>	<u>6,856,082.</u>

Form 990-PF, Page 2, Part II, Line 11

L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
802 Iturbide, Laredo, TX	230,000.	31,776.	198,224.
1111 Iturbide, Laredo, TX	795,000.	106,011.	688,989.
812 Farragut, Laredo, TX	46,310.	0.	46,310.
820 Farragut, Laredo, TX	425,000.	39,921.	385,079.
918 & 920 Houston, Laredo, TX	413,000.	39,521.	373,479.
1204 N Meadow, Laredo, TX	124,000.	8,526.	115,474.
1420 Corpus Christi Laredo, TX	1,200,000.	78,525.	1,121,475.
1409 Guerrero St. Laredo, TX	200,000.	5,964.	194,036.
1420 Guerrero St. Laredo, TX	150,000.	958.	149,042.
Total	<u>3,583,310.</u>	<u>311,202.</u>	<u>3,272,108.</u>

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
1620 Clark Boulevard	700,000.	39,361.	660,639.
Total	<u>700,000.</u>	<u>39,361.</u>	<u>660,639.</u>

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	Fair Market Value
Furniture and fixtures	10,000.	62,061.	60,000.
Paintings and artwork	60,000.	60,000.	60,000.
Prepaid Funeral Contract	12,340.	0.	0.
Total	<u>82,340.</u>	<u>122,061.</u>	<u>120,000.</u>

Supporting Statement of:

Form 990-PF, p1/Line 11(a)-1

Description	Amount
El Ebanito Mineral, LTD K-1	141,638.
E-3 Management, LC K-1	1,173.
Newfield Exploration	383,510.
ConocoPhillips Company	3,948.
ExxonMobil Oil Corporation	72,940.
Total	<u>603,209.</u>

Supporting Statement of:

Form 990-PF, p1/Line 11(b)-1

Description	Amount
El Ebanito Mineral, LTD K-1	141,638.
E-3 Management, LC K-1	1,173.
Newfield Exploration	383,510.
ConocoPhillips Company	3,948.
ExxonMobil Oil Corporation	72,940.
Total	<u>603,209.</u>

Supporting Statement of:

Form 990-PF, p1/Line 11(a)-2

Description	Amount
E-3 Management, LC from K-1	-1,530.
El Ebanito Land Co, LTD from K-1	-10,936.
Salinas-De Lachica Properties, LTD K-1	87,449.
Salinas-De Lachica Properties Management, LLC K-1	4,603.
Total	<u>79,586.</u>

Supporting Statement of:

Form 990-PF, p1/Line 11(b)-2

Description	Amount
E-3 Management, LC from K-1	-1,530.
El Ebanito Land Co, LTD from K-1	-10,936.
Salinas-De Lachica Properties, LTD K-1	87,449.
Salinas-De Lachica Properties Management, LLC K-1	4,603.
Total	<u>79,586.</u>

Supporting Statement of:

Form 990-PF, p1/Line 18(a)-1

Description	Amount
Property Tax-1409 Guerrero St. Laredo, TX	9,433.
Property Tax-1420 Guerrero St. Laredo, TX	5,725.
Property Tax-802 Iturbide St. Laredo, TX	6,289.
Property Tax-1111 Iturbide St. Laredo, TX	9,731.
Property Tax-812 Farragut St. Laredo, TX	1,838.
Property Tax-820 Farragut St. Laredo, TX	13,596.
Property Tax-918 Houston St. Laredo, TX	5,254.
Property Tax-920 Houston St. Laredo, TX	8,554.
Property Tax-1204 N Meadow Laredo, TX	4,136.
Property Tax-1420 Corpus Christi Laredo, TX	22,174.
Total	<u>86,730.</u>

Supporting Statement of:

Form 990-PF, p1/Line 20(a)

Description	Amount
Property Tax on Foundation Facility	27,215.
Total	<u>27,215.</u>

Supporting Statement of:

Form 990-PF, p1/Line 22(a)

Description	Amount
Sagamore Hill Broadcasting	5,605.
Lifestyles Magazine	1,000.
Laredo Morning Times	2,123.
Total	<u>8,728.</u>

Fernando A Salinas Trust

Part VII-A Line 11

Statement of Information Regarding Transfers To a Controlled Entity

Name and Address of Controlled Entity	Description of Transfer	2012
FAS Convent Properties, LTD (Formerly SALINAS-DE LACHICA PROPERTIES LTD) 1420 Corpus Christie St. Laredo, TX 78040	27-0846237 Limited Partnership	None 0
Fernando A Salinas - El Ebanito Ranch, LTD Formerly EL EBANITO LAND CO., LTD 10222 Severn Road San Antonio, TX 78217	73-1637551	None 0
EL EBANITO MINERAL, LTD 10222 Severn Road San Antonio, TX 78217	74-2330653 Company Dissolved in 2012	None 0
E-Sole Management, LLC Formerly E-3 MANAGEMENT, LC 10222 Severn Road San Antonio, TX 78217	04-3622312	None 0
Total Transfers To Controlled Entities		<hr/> 0

Fernando A Salinas Trust

Statement of Information Regarding Transfers From a Controlled Entity

Name and Address of Controlled Entity	Description of Transfer	2012
FAS Convent Properties, LTD (Formerly SALINAS-DE LACHICA PROPERTIES LTD) 1420 Corpus Christie St. Laredo, TX 78040	Exempt Net Rental R/E Income (Loss) From Investment Property	\$ 87,449
	27-0846237 Limited Partnership	
Fernando A Salinas - El Ebanito Ranch, LTD Formerly EL EBANITO LAND CO., LTD PO Box 664 Laredo, TX 78042-0664	Exempt Ordinary Income (Loss) From Investment Property	(10,936)
	73-1637551	
	Exempt Net Rental R/E Income (Loss) From Investment Property	
	Net Section 1231 Gain (Loss) Distributions	
EL EBANITO MINERAL, LTD 10222 Severn Road San Antonio, TX 78217	Exempt Interest Income From Investment Property	125
	74-2330653 Company Dissolved in 2012	
	Exempt Royalties From Investment Property	141,638
	Distributions	231,104
E-Sole Management, LLC Formerly E-3 MANAGEMENT, LC PO Box 664 Laredo, TX 78042-0664	Exempt Ordinary Income (Loss) From Investment Property	(1,530)
	04-3622312	
	Exempt Net Rental R/E Income (Loss) From Investment Property	
	Exempt Interest Income From Investment Property	1
	Exempt Royalties From Investment Property	1,173
	Net Section 1231 Gain (Loss)	
Total Transfers From Controlled Entities		\$449,024

Fernando A Salinas Trust
Tax ID Number 20-5145945
SCHEDULE OF US GOVERNMENT OBLIGATIONS

Type of Security	Description	Amount \$
Gov Bonds	Federal National Mortgage	12,216
Gov Bonds	US Treasury Notes 3.125%	8,156
Gov Bonds	Federal Home Loan	4,177
Gov Bonds	US Treasury Notes 4.5%	4,508
Gov Bonds	US Treasury Notes 3.375%	4,594
Gov Bonds	Treasury Notes 3.625%	9,336
Total US Government Obligations		\$ 42,986

Fernando A Salinas Trust**Tax ID Number 20-5145945****SCHEDULE OF STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS**

Type of Security	Description	Amount \$
Muni Bonds	Franklin Insured Tax Free Inc Fund CL a	431,693
Muni Bonds	Investco Bond Fund CL a	212,829
Muni Bonds	Investco Van Kampen Municipal Income CI A	258,314
Muni Bonds	Columbia Tax Expempt Fund CL A	238,839
Muni Bonds	Eaton Vance National Municipal Income Fd	376,892
Muni Bonds	First Investment Tax Exempt CL A	206,710
Muni Bonds	Goldman Sachs Municipal Income Fund CL A	439,985
Muni Bonds	Limited Term Tax Exmpt Bond Fund of Amer	101,974
Muni Bonds	Lord Abbett Tax Free Income Fund CL A	319,091
Muni Bonds	Lord Abbett Insuree Income Fund CL A	445,072
Muni Bonds	MFS Muni Income Fund CL A	314,633
Muni Bonds	Mainstay Tax Free Bond	299,457
Muni Bonds	Nuveen All American Muni Bond Fund CL A	353,151
Muni Bonds	Oppenheimer AMT Free Muni CL A	341,523
Muni Bonds	Thornburg Intermed Muni Fund CL A	110,859
Muni Bonds	Van Kampen Income Muni Income Trust	20,013
Muni Bonds	AllianceBernstein Muni National A	50,815
Muni Bonds	John Hancock Tax Free Bond CL A	398,839
Total State and Municipal Obligations		\$ 4,920,687

Fernando A Salinas Trust
Tax ID Number 20-5145945
SCHEDULE OF CORPORATE STOCK

Type of Security	Description	Amount \$
Stock	American Water Works Co Inc	50,794
Stock	Aqua America Inc	52,416
Stock	Cinemark Holdings Inc	113,818
Stock	DuPont E.I. De Nemours & Company	178,070
Stock	Ishares IBOXX & Yieldet	709,460
Stock	Invesco Plc	99,116
Stock	Huntsman Corp	188,288
Stock	JPMorgan Chase & Co	257,615
Stock	Kaydon Corp	51,545
Stock	Novartis AG	125,144
Stock	Ryder System Inc	81,985
Stock	Safeway Inc New	229,888
Stock	SPDR Ser TR ET Wells Fargo PFD Stock	192,379
Stock	TAL International Group Inc	52,605
Stock	Thomson Reuters	73,871
Stock	Toronto Dominion BK	164,275
Stock	Waddell & Reed Finl Inc	176,468
Stock	Wells Fargo Company	213,283
Stock	AT & T	2,764
Stock	ALTRIA Group Inc	2,389
Stock	AMEX	3,909
Stock	Apple Inc	4,257
Stock	Automated Data Processing	2,505
Stock	Caterpillar	2,599
Stock	CBS	3,805
Stock	Chevron	5,515
Stock	CHUBB	2,787
Stock	Coca-Cola	4,096
Stock	Eastman Chemical Co	5,512
Stock	Health Care REIT	2,758
Stock	Home Depot	2,721
Stock	IBM	7,470
Stock	Index SHS Inc MSCI S Korea	5,512
Stock	Ishares MSCI Malaysia	2,391
Stock	Ishares TR S&P Midcap 400	40,578
Stock	Johnson & Johnson	3,856
Stock	JP Morgan Chase	4,045
Stock	McDonalds	3,264
Stock	Mondelez Intl Inc	4,174
Stock	Oracle Corp	3,565

Stock	Pfizer	4,414
Stock	Phillips 66	3,876
Stock	Powershares ET Preferred	9,777
Stock	Powershares DB ET Commodity Tracking	10,140
Stock	Powershares EM Mar	16,069
Stock	Qualcomm Inc	2,722
Stock	SPDR Barclays CAP ET	22,960
Stock	SPDR Barclays Capital Int'l Treas	10,311
Stock	SPDR S&P 500 Trust ET	2,563
Stock	United Technologies	3,772
Stock	US Bancorp New	2,491
Stock	VF Corp	2,566
Stock	Vanguard MSCI EAFE	31,989
Stock	Vanguard MSCI Emerging	29,434
Stock	Vanguard REIT	13,489
Stock	Verizon Communicaitons	2,769
Stock	3M Co.	2,693
Stock Fund	Arbitrage FD	13,391
Stock Fund	AQR Funds Diversified Arbitrage	10,980
Stock Fund	AQR FDS Managed Futures Strategy	11,233
Stock Fund	Eaton Vance Global	32,859
Stock Fund	Goldman Sachs TR	2,186
Stock Fund	Blackrock FDS Emerging Long/short	30,338
Stock Fund	Putnam Absolute Return	32,794
Stock Fund	John Hancock Funds	15,585
Stock Fund	JP Morgan Trust	6,505
Stock Fund	JP Morgan TR I Mkt Research	8,798
Stock Fund	PYXIS	33,201
Stock Fund	Turner FDS	11,070
Stock Fund	Natixis	11,003
Stock	Apple Inc	643,929
Stock	Casey's General Stores Inc	159,300
Stock	FEDEX Corp	174,727
Stock	General Motors	288,300
Stock	Linkedin Corp	124,006
Stock	McDonalds Corp	176,420
Stock	Microsoft Corp	126,871
Stock	Nordstrom Inc	135,088
Stock	Red Hat Inc	120,749
Stock	Verifone Systems Inc	143,948
Stock	Applied Materials, Inc	2,145
Stock	Amazon.Com Inc	17,561
Stock	Apple, Inc	425,738
Stock	Bank of America Corp	116,100
Stock	Blackstone GSO Strategic Credit Fund	27,825
Stock	Babson Capital Global	42,786
Stock	First TR MLP & Energy Income	49,560

Stock
TOTAL CORPORATE STOCK

ZBB Energy Corporation

19,740

6,318,264

Fernando A Salinas Trust
Tax ID Number 20-5145945
SCHEDULE OF CORPORATE BONDS

Type of Security	Description	Amount \$
Corp Bond	Ishares Iboxx Inv ET	205,441
Corp Loans	Powershares Senior Loan	294,939
Corp Bond	SPDR Barclays ET Sh Term H/Y	742,548
Corp Bond Fund	Ishare TR - S&P Smallcap 600 Index	30,693
Corp Bond Fund	Ishare Barclays ET Intermediate	4,674
Corp Bond Fund	Ishares IBOXX Inv ET Grade	21,294
Corp Bond Fund	Ishares JP Morgan	15,594
Corp Bond	Vanguard Total Bond ET Mkt	18,403
Corp Bonds	AT & T	5,219
Corp Bonds	Viacomm Inc	5,398
Corp Bonds	Bear Stearns	8,312
Corp Bonds	Oracle Corp 1.200%	5,035
Corp Bonds	General Electric	4,717
Corp Bonds	Intel Corp 1.350%	5,000
Corp Bonds	Philip Morris	9,714
Corp Bonds	Time Warner	8,762
Corp Bonds	CITIGroup	4,716
Corp Bonds	General Electric	4,452
Corp Bonds	AMGEN Inc.	4,438
Foreign Bonds	Petrobras Intl Fin Co	4,519
TOTAL CORPORATE BONDS		\$ 1,403,868

Fernando A Salinas Trust
Tax ID Number 20-5145945
Schedule of Capital Gains and Losses

		Date Sold	Acquisition Date	Sales Price	Cost Basis	ST Capital Gain (Loss)	LT Capital Gain (Loss)
First Clearing LLC	3M Co	12/17/2012	7/13/2011	185	197		(12)
First Clearing LLC	Agnico-Eagle Mines Ltd	7/11/2012	5/3/2012	99,726	99,983	(257)	
First Clearing LLC	Allied 6 875% 06/01/17	2/9/2012	3/31/2011	4,205	4,367	(162)	
First Clearing LLC	Altria Group Inc	12/17/2012	5/14/2012	99	95	4	
First Clearing LLC	American Express Co	12/17/2012	3/30/2011	170	138		32
First Clearing LLC	Arbitrage Fund CL I	12/6/2012	2/11/2011	13,907	13,831		76
First Clearing LLC	AQR Div Arbitrage CL I	12/6/2012	2/11/2011	12,182	12,306		(124)
First Clearing LLC	AT&T Inc	12/17/2012	1/30/2012	102	87	15	
First Clearing LLC	AT&T Inc 4 95% 01/15/13	6/29/2012	3/30/2011	7,172	7,462		(290)
First Clearing LLC	Automatic Data Processing	12/17/2012	7/12/2012	57	55	2	
First Clearing LLC	Boeing Co	7/12/2012	3/30/2011	3,720	3,837		(117)
First Clearing LLC	Caterpillar Inc	12/17/2012	7/13/2011	89	111		(22)
First Clearing LLC	CBS Corp CL B	12/17/2012	3/30/2011	140	102		38
First Clearing LLC	CENOVUS Energy Inc	5/7/2012	4/30/2012	96,420	107,642	(11,222)	
First Clearing LLC	CDN Imperial Bank	5/18/2012	12/5/2011	96,629	100,668	(4,039)	
First Clearing LLC	Chevron Corporation	1/13/2012	9/12/2011	210,953	190,412	20,541	
First Clearing LLC	Chevron Corporation	8/24/2012	3/30/2011	2,563	2,488		75
First Clearing LLC	Chevron Corporation	12/17/2012	3/30/2011	108	108		0
First Clearing LLC	Chubb Corp	12/17/2012	3/30/2011	153	121		32
First Clearing LLC	Clark Cnty Wash 4 125% 12/1/2017	12/3/2012	2/10/2011	100,000	100,000		0
First Clearing LLC	Clay Cnty FI 3 5% 7/1/2014	10/23/2012	2/10/2011	100,291	101,397		(1,106)
First Clearing LLC	Coca Cola Company	3/2/2012	3/30/2011	2,625	2,524	101	
First Clearing LLC	Coca Cola Company	12/17/2012	3/30/2011	112	99		13
First Clearing LLC	Cypress-Fairbanks TX 4 0% 2/15/22	10/23/2012	2/11/2011	93,798	86,006		7,792
First Clearing LLC	Deluxe Corp	9/28/2012	4/25/2012	67,536	51,104	16,432	
First Clearing LLC	Du Pnt EI DE Nemours & Co	10/23/2012	1/30/2012	3,978	4,453	(475)	
First Clearing LLC	Eastman Chemical Company	12/17/2012	11/28/2012	129	118	11	
First Clearing LLC	Emerson Electric Co	6/4/2012	1/18/2012	62,538	69,095	(6,557)	
First Clearing LLC	Emerson Electric Co	9/5/2012	7/10/2012	74,359	68,076	6,283	
First Clearing LLC	E/V GLBL MRCO Abslute I Eaton Vance GLO	10/12/2012	2/11/2011	829	851		(22)
First Clearing LLC	E/V GLBL MRCO Abslute I Eaton Vance GLO	12/6/2012	2/11/2011	1,036	1,076		(40)
First Clearing LLC	Evercore Ptnrs Inc	4/10/2012	9/12/2011	29,316	27,055	2,261	
First Clearing LLC	Evercore Ptnrs Inc	4/11/2012	9/12/2011	20,195	18,873	1,322	
First Clearing LLC	FHLMC MTN 2 375% 011322 Federal Home LN	12/17/2012	2/11/2011	1,043			1,043
First Clearing LLC	Financial Sector SPD	5/14/2012	9/26/2011	2,816	2,306	510	
First Clearing LLC	First Energy Corp	8/7/2012	2/1/2012	9,251	8,090	1,161	
First Clearing LLC	First Energy Corp	8/8/2012	2/1/2012	140,117	130,345	9,772	
First Clearing LLC	FNB Corp PA	1/27/2012	9/7/2011	62,536	48,363	14,173	
First Clearing LLC	FNMA 1 125% 042717 Federal Natl Mtg Ass	12/17/2012	2/11/2011	1,016			1,016
First Clearing LLC	FNMA 3 875 07/12/13 Federal Natl Mtg A	6/13/2012	3/30/2011	9,346	9,571	(225)	
First Clearing LLC	General 4 375 09/16/20 General Electric CA	12/17/2012	3/30/2011	1,109	970		139
First Clearing LLC	Genuine Parts Co	2/23/2012	9/12/2011	244,082	204,112	39,970	
First Clearing LLC	GS Fincl SQ Treas Instl Goldman Sachs T	1/12/2012	2/11/2011	830			830
First Clearing LLC	GS Fincl SQ Treas Instl Goldman Sachs T	4/13/2012	2/11/2011	476			476
First Clearing LLC	Harris Corp	10/15/2012	6/4/2012	87,125	73,235	13,890	
First Clearing LLC	Harris Corp	10/16/2012	6/4/2012	86,916	73,038	13,878	
First Clearing LLC	Hasbro Inc	6/27/2012	various	203,024	207,102	(4,078)	
First Clearing LLC	Health Care REIT Inc	12/17/2012	3/30/2011	116	99		17
First Clearing LLC	Health Care Sector	1/30/2012	9/28/2011	3,775	3,423	352	
First Clearing LLC	Home Depot Inc	8/24/2012	3/30/2011	1,420	934		486
First Clearing LLC	Home Depot Inc	12/17/2012	3/30/2011	62	37		25
First Clearing LLC	Honeywell International	6/4/2012	9/12/2011	227,319	189,253	38,066	
First Clearing LLC	Huntsman Corp	5/18/2012	5/10/2012	175,458	203,338	(27,880)	
First Clearing LLC	Illinois (ILL) Tool Works Inc	5/18/2012	9/26/2011	150,979	121,187	29,792	
First Clearing LLC	Index SHS Inc MSCI	12/17/2012	8/20/2012	124	115	9	
First Clearing LLC	International Bancshares	10/23/2012	2/10/2011	30,456	33,542		(3,086)
First Clearing LLC	International Bancshares	10/23/2012	2/10/2011	6,984	7,702		(718)
First Clearing LLC	International Bancshares	10/23/2012	2/10/2011	5,116	5,622		(506)

First Clearing LLC	International Bancshares	10/23/2012	2/10/2011	2,992	3,292		(300)
First Clearing LLC	International Bancshares	10/23/2012	2/10/2011	2,188	2,406		(218)
First Clearing LLC	International Bancshares	10/23/2012	2/10/2011	69	77		(8)
First Clearing LLC	International Bancshares	10/23/2012	2/10/2011	30	38		(8)
First Clearing LLC	INTL Business Mach Corp International B	12/17/2012	3/30/2011	193	163		30
First Clearing LLC	Ishares BRCLY Inter	7/16/2012	3/30/2011	219	211		8
First Clearing LLC	Ishares Core S&P MID ETFishares	12/17/2012	3/30/2011	1,210	1,177		33
First Clearing LLC	Ishares DW JN US TEL	1/30/2012	3/30/2011	2,133	2,398	(265)	
First Clearing LLC	Ishares INV GR Bond ETFISHARES IBOX I	8/7/2012	12/7/2011	13,696	12,790	906	
First Clearing LLC	Ishares INV GR Bond ETFISHARES IBOX I	8/7/2012	10/10/2011	44,291	41,096	3,195	
First Clearing LLC	Ishares INV GR Bond ETFISHARES IBOX I	7/16/2012	3/30/2011	718	649		69
First Clearing LLC	Ishares Inv Gr Bond ETFI Shares IBOX I	12/17/2012	3/30/2011	242	216		26
First Clearing LLC	Ishares JP MRGN E/M	12/17/2012	3/30/2011	366	319		47
First Clearing LLC	Ishares MSCI Malaysi ETFISHARES MSCI	7/16/2012	3/30/2011	28	29		(1)
First Clearing LLC	Ishares MSCI Malaysi ETFISHARES MSCI	12/17/2012	3/30/2011	59	58		1
First Clearing LLC	Ishares S&P MDCP 400	3/2/2012	3/30/2011	2,646	2,650	(4)	
First Clearing LLC	Ishares S&P Smallcp	3/2/2012	3/30/2011	3,040	2,990	50	
First Clearing LLC	Ishares S&P Smallcp	12/17/2012	3/30/2011	996	948		48
First Clearing LLC	Johnson & Johnson	12/17/2012	1/30/2012	70	65	5	
First Clearing LLC	JHNCK Currency Strats I John Hancock Fund	12/6/2012	2/11/2011	1,089	1,107		(18)
First Clearing LLC	JPMorgan I MKT Neutrl	12/6/2012	2/11/2011	4,667	4,786		(119)
First Clearing LLC	JPM TR I Hghbrdge Sel CI	12/6/2012	2/11/2012	7,087	7,082		5
First Clearing LLC	JPMorgan Chase & Co	12/17/2012	3/30/2011	172	186		(14)
First Clearing LLC	Kraft Foods Inc	7/16/2012	3/30/2011	79	62		17
First Clearing LLC	Kraft Foods Inc	10/8/2012	3/30/2011	1,653	1,158		495
First Clearing LLC	Kraft Foods Inc	10/1/2012	3/30/2011	15	11		4
First Clearing LLC	Kronos Worldwide Inc	7/12/2012	6/13/2012	41,535	49,499	(7,964)	
First Clearing LLC	Leggett & Platt Inc	5/9/2012	9/12/2011	158,882	156,871	2,011	
First Clearing LLC	Lmted TRM BND FD Amer	11/21/2012	10/27/2011	249,995	240,589		9,406
First Clearing LLC	Materials Sector SP	1/30/2012	3/30/2011	4,504	4,838	(334)	
First Clearing LLC	Maxim Integrated Prods	5/4/2012	9/12/2011	242,674	209,166	33,508	
First Clearing LLC	McDonalds Corp	12/17/2012	3/30/2011	89	75		14
First Clearing LLC	Merck & Co Inc	3/7/2012	9/12/2011	172,445	146,315	26,130	
First Clearing LLC	Molex Incorporated	5/7/2012	9/8/2011	175,229	145,222	30,007	
First Clearing LLC	Mondelez Intl	12/17/2012	3/30/2011	104	81		23
First Clearing LLC	Natuxus ASG Mngd CL Y	12/6/2012	2/11/2011	18,736	22,015		(3,279)
First Clearing LLC	Nextera Energy Inc	5/4/2012	1/30/2012	4,964	4,673	291	
First Clearing LLC	Novartis Ag	8/7/2012	10/5/2011	8,125	7,534	591	
First Clearing LLC	Olin Corp Par \$1	9/26/2012	6/4/2012	55,423	48,757	6,666	
First Clearing LLC	Oppenheimer AMT-Free A	5/16/2012	2/11/2011	99,995	81,994	18,001	
First Clearing LLC	Oracle Corp	12/17/2012	11/17/2011	128	125		3
First Clearing LLC	Paychex Inc	3/30/2012	9/29/2011	76,651	67,303	9,348	
First Clearing LLC	Petrobra 5 375% 012721	7/16/2012	2/11/2011	1,101			1,101
First Clearing LLC	Pfizer Incorporated	7/16/2012	3/30/2011	68	61		7
First Clearing LLC	Pfizer Incorporated	12/17/2012	3/30/2011	101	81		20
First Clearing LLC	PG&E Corporation	6/25/2012	12/7/2011	132,274	115,925	16,349	
First Clearing LLC	Phillips 66	12/17/2012	11/1/2012	53	47	6	
First Clearing LLC	Powershares DB COMMD	7/16/2012	2/11/2011	80	86		(6)
First Clearing LLC	Powershares DB COMMD	12/17/2012	2/11/2011	165	172		(7)
First Clearing LLC	PWRSHR H/Y Corp	3/19/2012	9/12/2011	736,553	709,233	27,320	
First Clearing LLC	Powershares Senr LN ETF	8/7/2012	9/12/2011	17,605	16,576	1,029	
First Clearing LLC	PWRSHR Preferred Port	7/16/2012	3/30/2011	117	114		3
First Clearing LLC	PWRSHR Preferred Port	12/17/2012	3/30/2011	175	171		4
First Clearing LLC	PWRSHS EM Mar SOV DE	7/16/2012	3/30/2011	88	78		10
First Clearing LLC	PWRSHS EM Mar SOV DE	12/17/2012	3/30/2011	280	236		44
First Clearing LLC	PYXIS Long/short Eqty	4/13/2012	7/11/2011	367	(351)	718	
First Clearing LLC	PYXIS Long/short Eqty	7/13/2012	7/11/2011	824	(814)	1,638	
First Clearing LLC	Qualcomm Inc	12/17/2012	8/12/2011	182	151		31
First Clearing LLC	Royal Dutch SHL ADR CL	9/27/2012	6/11/2012	217,363	197,297	20,066	
First Clearing LLC	Rio Tinto 5 875% 07/15/13	12/11/2012	3/30/2011	7,209	7,675		(466)
First Clearing LLC	RPC Inc	8/9/2012	4/30/2012	65,492	52,198	13,294	
First Clearing LLC	RR Donnelley & Sons Co	1/18/2012	9/12/2011	157,596	182,936	(25,340)	
First Clearing LLC	Schlumberger LTD	11/1/2012	3/12/2012	2,784	2,967	(183)	

First Clearing LLC	Schulman A Inc	3/5/2012	9/7/2011	66,747	48,373	18,374	
First Clearing LLC	Seagate Technology PLC	5/18/2012	4/19/2012	196,173	208,301	(12,128)	
First Clearing LLC	Seagate Technology PLC	8/7/2012	6/25/2012	7,065	5,059	2,006	
First Clearing LLC	Seagate Technology PLC	8/31/2012	6/25/2012	265,729	192,388	73,341	
First Clearing LLC	Sinclair Broadcast Groups	2/16/2012	9/12/2011	40,701	25,871	14,830	
First Clearing LLC	Sinclair Broadcast Groups	2/17/2012	9/12/2011	32,332	20,262	12,070	
First Clearing LLC	SPDR BRCL CP H/Y BND	7/16/2012	3/30/2011	513	526		(13)
First Clearing LLC	SPDR BRCL CP H/Y BND	12/17/2012	3/30/2011	530	526		4
First Clearing LLC	SPDR BRCL CPT INL TR	5/10/2012	3/30/2011	2,328	2,331		(3)
First Clearing LLC	SPDR BRCL CPT INL TR	8/20/2012	3/30/2011	1,188	1,195		(7)
First Clearing LLC	SPDR BRCL CPT INL TR	8/22/2012	3/30/2011	8,480	8,487		(7)
First Clearing LLC	SPDR BRCL INTL TRES ETF	12/17/2012	3/30/2011	183	179		4
First Clearing LLC	SPDR S/T H/Y BND Barclays	8/7/2012	3/19/2012	30,717	30,658	59	
First Clearing LLC	SPDR Ser Trust	8/7/2012	9/12/2011	12,884	12,298	586	
First Clearing LLC	Sturm Ruger & Co	8/3/2012	6/21/2012	58,501	48,790	9,711	
First Clearing LLC	Sturm Ruger & Co	8/7/2012	6/21/2012	56,571	48,860	7,711	
First Clearing LLC	Technology Sector SP	7/25/2012	5/4/2012	4,806	4,995	(189)	
First Clearing LLC	T Rowe Price Group Inc	6/4/2012	5/3/2012	91,128	102,351	(11,223)	
First Clearing LLC	Turner FDS Spectrum Inst	12/6/2012	9/16/2011	28,407	30,465		(2,058)
First Clearing LLC	United Health Group	11/9/2012	7/22/2011	2,554	2,520		34
First Clearing LLC	United Technologies Corp	12/17/2012	3/30/2011	80	84		(4)
First Clearing LLC	US Bancorp	12/17/2012	11/29/2012	63	64	(1)	
First Clearing LLC	UST NTS 4 5% 02/15/16	12/17/2012	3/30/2011	1,129	(1,110)		2,239
First Clearing LLC	Utilities Sector SPD	1/30/2012	9/28/2011	4,684	4,597	87	
First Clearing LLC	Vanguard Energy	3/12/2012	3/30/2011	3,004	3,274	(270)	
First Clearing LLC	Vanguard MCSI EAFE	8/20/2012	3/30/2011	4,252	4,823		(571)
First Clearing LLC	Vanguard MSCI EAFE	12/17/2012	3/30/2011	730	785		(55)
First Clearing LLC	Vanguard MSCI EMRG	7/16/2012	3/30/2011	78	97		(19)
First Clearing LLC	Vanguard MSCI EMRG	12/17/2012	3/30/2011	786	875		(89)
First Clearing LLC	Vanguard REIT	12/17/2012	3/30/2011	453	397		56
First Clearing LLC	Vanguard Total Bond	7/16/2012	10/12/2011	255	248	7	
First Clearing LLC	Vanguard Total Bond	12/17/2012	10/12/2011	338	331	7	
First Clearing LLC	Van Kampen Insured Mun 439	4/25/2012	2/2/2011	15,132	66,030		(50,898)
First Clearing LLC	Verizon Communications	12/17/2012	3/30/2011	87	77		10
First Clearing LLC	VF Corporation	8/24/2012	3/30/2011	1,647	1,071		576
First Clearing LLC	Waste Mgmt Inc	4/30/2012	12/5/2011	217,863	201,238	16,625	
First Clearing LLC	Watsco Inc	5/18/2012	9/12/2011	180,772	149,042	31,730	
First Clearing LLC	W&T Offshore Inc	5/17/2012	various	78,428	101,454	(23,026)	
Apex Clearing	Pepsico Inc	2/6/2012	1/18/2012	104,762	104,536	226	
Apex Clearing	Ralph Lauren Corp	2/6/2012	11/14/2011	19,534	19,865	(331)	
Apex Clearing	Ralph Lauren Corp	2/8/2012	11/14/2011	121,899	111,247	10,652	
Apex Clearing	Ralph Lauren Corp	6/20/2012	6/12/2012	146,405	145,502	903	
Apex Clearing	The JM Smucker	3/26/2012	2/13/2012	8,884	9,016	(132)	
Apex Clearing	The JM Smucker	6/8/2012	2/13/2012	131,942	141,101	(9,159)	
Apex Clearing	Transocean	1/17/2012	1/10/2012	139,219	135,039	4,180	
Apex Clearing	Bank of America Corp	1/11/2012	9/12/2011	84,141	88,337	(4,196)	
Apex Clearing	Bank of America Corp	1/11/2012	12/6/2011	84,817	68,508	16,309	
Apex Clearing	Bank of America Corp	8/17/2012	7/16/2012	168,146	168,784	(638)	
Apex Clearing	Bed Bath & Beyond Inc	4/5/2012	4/3/2012	168,024	162,524	5,500	
Apex Clearing	CSX Corp	7/16/2012	1/23/2012	169,380	174,828	(5,448)	
Apex Clearing	Cliffs Natural Resources Inc	1/19/2012	1/9/2012	133,492	127,074	6,418	
Apex Clearing	ConocoPhillips	2/13/2012	1/18/2012	105,112	105,139	(27)	
Apex Clearing	Cummins Inc	1/9/2012	12/16/2011	127,277	123,091	4,186	
Apex Clearing	Cummins Inc	7/31/2012	7/30/2012	136,017	131,711	4,306	
Apex Clearing	Dollar General Corp	4/3/2012	3/20/2012	126,348	123,044	3,304	
Apex Clearing	Darden Restaurants Inc	7/19/2012	6/20/2012	152,269	149,829	2,440	
Apex Clearing	Walt Disney Co	2/13/2012	2/6/2012	193,221	191,062	2,159	
Apex Clearing	E I Du Pont De Nemours & Co	1/17/2012	12/23/2011	68,126	65,241	2,885	
Apex Clearing	Ebay Inc	10/19/2012	10/17/2012	112,079	109,342	2,737	
Apex Clearing	ExxonMobil Corp	7/12/2012	6/25/2012	105,174	104,219	955	
Apex Clearing	ExxonMobil Corp	7/30/2012	6/25/2012	153,013	145,907	7,106	
Apex Clearing	ExxonMobil Corp	7/30/2012	7/16/2012	109,295	106,700	2,595	
Apex Clearing	Google Inc	8/13/2012	1/19/2012	133,481	132,971	510	

Apex Clearing	GNC Holdings	2/16/2012	2/14/2012	175,891	170,338	5,553	
Apex Clearing	Halliburton Co	1/10/2012	12/27/2011	135,326	128,693	6,633	
Apex Clearing	Intuitive Surgical Inc	10/17/2012	10/15/2012	108,738	109,472	(734)	
Apex Clearing	HanesBrands Inc	2/29/2012	2/9/2012	129,507	124,489	5,018	
Apex Clearing	Hyatt Hotels Corp	8/1/2012	7/31/2012	135,684	134,610	1,074	
Apex Clearing	Harley Davidson Inc	10/23/2012	7/30/2012	132,547	131,930	617	
Apex Clearing	International Business	2/6/2012	12/23/2011	67,605	64,920	2,685	
Apex Clearing	International Business	9/25/2012	7/5/2012	103,458	100,705	2,753	
Apex Clearing	Las Vegas Sands Corp	1/23/2012	1/11/2012	174,959	166,903	8,056	
Apex Clearing	Tiffany & Co	8/28/2012	5/23/2012	167,278	166,561	717	
Apex Clearing	Vitamin Shoppe Inc	3/26/2012	2/16/2012	180,910	176,442	4,468	
Apex Clearing	Weight Watchers Intl Inc	9/10/2012	8/1/2012	132,758	130,174	2,584	
Apex Clearing	Wynn Resorts Ltd	9/14/2012	8/17/2012	178,728	167,798	10,930	
Apex Clearing	Petsmart Inc	3/26/2012	2/29/2012	132,129	129,559	2,570	
Apex Clearing	Nike Inc-CL B	5/15/2012	4/5/2012	162,943	166,682	(3,739)	
Apex Clearing	Michael Kors Hldgs Ltd	6/12/2012	6/8/2012	145,586	132,169	13,417	
Apex Clearing	Michael Kors Hldgs Ltd	5/23/2012	5/15/2012	163,126	161,934	1,192	
Apex Clearing	Michael Kors Hldgs Ltd	2/14/2012	2/13/2012	170,771	150,017	20,754	
Apex Clearing	Whole Foods Market Inc	2/9/2012	2/8/2012	124,624	120,784	3,840	
Apex Clearing	Lululemon Athletica Inc	9/7/2012	8/28/2012	174,089	166,743	7,346	
Apex Clearing	Macys Inc	10/15/2012	9/25/2012	110,308	109,076	1,232	
Apex Clearing	Goldcorp Inc	5/31/2012	5/31/2012	17,841	18,980	(1,139)	
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	354	352		2
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	432	388		44
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	363	328		35
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	345	310		35
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	377	340		37
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	24	24		(0)
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	365	328		37
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	370	334		36
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	397	358		39
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	349	316		33
Apex Clearing	GSV Capital Corp	9/10/2012	5/17/2012	8,537	17,533	(8,996)	
Apex Clearing	GSV Capital Corp	9/10/2012	5/17/2012	8,537	17,631	(9,094)	
Apex Clearing	GSV Capital Corp	9/10/2012	5/31/2012	15,367	19,638	(4,271)	
Apex Clearing	GSV Capital Corp	9/10/2012	8/23/2012	23,050	22,697	353	
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	102,106	92,112		9,994
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	340	310		30
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	335	304		32
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	364	328		36
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	334	304		31
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	349	316		33
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	371	334		37
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	367	334		33
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	379	340		39
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	378	340		38
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	449	407		42
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	389	352		37
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	446	401		45
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	412	370		42
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	365	328		37
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	391	352		39
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	388	352		36
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	396	358		38
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	394	358		36
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	424	382		42
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	363	328		35
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	358	322		36
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	378	340		38
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	1/3/2012	378	375	3	
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	2/1/2012	325	323	2	
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/1/2012	317	315	2	
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	4/2/2012	355	352	3	

Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	5/1/2012	324	321	3
Apex Clearing	Nabors Industries LTD	7/5/2012	6/19/2014	33,093	32,294	799
Apex Clearing	Newport Corp	9/21/2012	9/10/2012	50,458	58,611	(8,153)
Apex Clearing	ZBB Energy Corporation	6/19/2012	6/14/2012	12,804	13,300	(496)
Apex Clearing	Bank of America Corp	8/21/2012	5/25/2012	23,336	20,775	2,561
Apex Clearing	Bank of America Corp	8/21/2012	5/25/2012	16,540	14,839	1,701
Apex Clearing	Bank of America Corp	9/17/2012	6/14/2012	23,242	19,349	3,893
Apex Clearing	Bank of America Corp	9/17/2012	6/15/2012	2,789	2,387	402
Apex Clearing	Bank of America Corp	9/17/2012	5/25/2012	1,859	1,483	376
Apex Clearing	Bank of America Corp	10/17/2012	7/5/2012	37,479	32,608	4,871
Apex Clearing	Bank of America Corp	10/17/2012	6/15/2012	9,369	7,957	1,412
Apex Clearing	Bank of America Corp	10/25/2012	9/24/2012	46,749	45,848	901
Apex Clearing	Baidu Inc	7/24/2012	7/18/2012	85,936	83,363	2,573
Apex Clearing	Cypress Semiconductor Corp	11/7/2012	10/17/2012	45,395	49,148	(3,753)
Apex Clearing	F5 Networks Inc	6/14/2012	5/25/2012	39,047	45,728	(6,681)
Apex Clearing	Goldcorp Inc	5/31/2012	5/25/2012	17,841	19,704	(1,863)
Apex Clearing	Goldcorp Inc	6/19/2012	5/25/2012	19,520	19,704	(184)
Apex Clearing	GSV Capital Corp	9/10/2012	5/17/2012	4,268	12,096	(7,828)
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	351	316	35
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	372	334	38
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	372	334	38
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	434	395	39
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	392	352	40
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	373	340	33
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	414	376	38
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	407	364	43
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	383	346	37
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	382	346	36
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	393	358	35
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	385	346	39
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	387	352	35
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	340	310	30
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	192	176	16
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	354	322	32
Apex Clearing	LM WA Intermediate-Term Muni Fund	5/25/2012	3/30/2011	390	352	38
Apex Clearing	GSV Capital Corp	5/25/2012	2/26/2012	5,485	8,767	(3,282)
RBC Capital Markets LLC	Carmax Inc	11/13/2012	4/3/2012	156,746	162,832	(6,086)
RBC Capital Markets LLC	Home Depot Inc	11/13/2012	11/12/2012	156,834	153,553	3,281
RBC Capital Markets LLC	Cisco Systems	12/4/2012	9/14/2012	171,254	180,117	(8,863)
RBC Capital Markets LLC	Tyco International	12/4/2012	11/13/2012	160,305	158,877	1,428
RBC Capital Markets LLC	Agilent Technologies Inc	12/13/2012	8/13/2012	135,339	139,858	(4,519)
RBC Capital Markets LLC	Netflix Com Inc	12/17/2012	12/7/2012	175,175	168,529	6,646
RBC Capital Markets LLC	Helix Energy Solutions Group	12/19/2012	10/19/2012	113,537	111,005	2,532
RBC Capital Markets LLC	Jabil Circuit Inc	12/20/2012	12/19/2012	117,744	111,431	6,313
Fidelity Investments/National Finan	MagicJack	9/11/2012	7/17/2012	5,183	4,206	977
Fidelity Investments/National Finan	MagicJack	10/23/2012	10/18/2012	60,299	65,422	(5,123)
Fidelity Investments/National Finan	MagicJack	12/19/2012	12/4/2012	48,954	54,484	(5,530)
Fidelity Investments/National Finan	Omnivision Technologies	8/31/2012	8/6/2012	79,085	72,588	6,497
Fidelity Investments/National Finan	Questcor Phar Inc	8/28/2012	8/14/2012	41,711	40,608	1,103
Fidelity Investments/National Finan	Illumina Inc	9/19/2012	9/5/2012	70,166	63,727	6,439
Fidelity Investments/National Finan	Informatica Corp	9/18/2012	9/5/2012	143,999	139,047	4,952
Fidelity Investments/National Finan	Swift Energy Co	10/11/2012	9/18/2012	155,136	199,517	(44,381)
Fidelity Investments/National Finan	Joy Global Inc	10/22/2012	9/18/2012	181,828	177,560	4,268
Fidelity Investments/National Finan	Universal Display Corp	10/24/2012	10/22/2012	95,720	107,358	(11,639)
Fidelity Investments/National Finan	Apple, Inc	11/29/2012	10/25/2012	232,130	222,810	9,320
Totals				\$ 15,694,621	\$ 15,163,529	\$ 557,132 \$ (26,041)

Net Capital Gain (Loss) **\$ 531,092**